

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

AMYRIS, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 23-11131 (TMH)

(Jointly Administered)

Docket Ref. No. [●]

**ORDER COMPELLING DEBTORS'
COMPLIANCE WITH SECTION 365(N)(4) OF THE BANKRUPTCY CODE**

Upon consideration of the motion (the “Motion”) ² of DSM Nutritional Products Ltd. (“DSM Nutritional”) and its affiliates (including Firmenich S.A.) (collectively, “DSM-Firmenich”) for entry of an order (this “Order”) to compel the Debtors to comply with section 365(n)(4) of the Bankruptcy Code as more fully set forth in the Motion; and this Court having reviewed (a) the Motion, [(b) the responses to the Motion,] and (c) the exhibits and testimony admitted into evidence and the arguments of counsel at an evidentiary hearing held before this Court; and this Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. § 1334; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b) and that this Court may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that proper and adequate notice of the Motion has been given and that no other or

¹ A complete list of each of the Debtors in these Chapter 11 Cases may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://cases.stretto.com/amyris>. The location of Debtor Amyris Inc.’s principal place of business and the Debtors’ service address in these Chapter 11 Cases is 5885 Hollis Street, Suite 100, Emeryville, CA 94608.

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to such terms in the Motion.

further notice is necessary; and upon the record herein; and after due deliberation thereon; and this Court having determined that there is good and sufficient cause for the relief granted in this Order, therefore, it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is GRANTED, as set forth herein.
2. All objections to the entry of this Order, to the extent not withdrawn or settled, are overruled.
3. DSM-Firmenich is entitled to its rights under section 365(n) of the Bankruptcy Code with respect to the Relevant IP and the IP Licenses and Agreements, including the LDRA.
4. The Debtors shall immediately comply with section 365(n)(4) with respect to the IP Licenses and Agreements, but may elect whether to “perform such contract” under section 365(n)(4)(A)(i) or “provide” DSM Nutritional with intellectual property and embodiments under section 365(n)(4)(A)(ii).
5. If the Debtors elect to “perform such contract” under 364(n)(4)(A)(i), they must comply with all obligations under the contracts listed on Exhibit D to the Motion, including:
 - a. providing DSM Nutritional with a “[REDACTED]” the “[REDACTED]” thereof necessary “[REDACTED]”;
 - b. depositing “[REDACTED]” for each of the “[REDACTED]” into the [REDACTED]; and

c. adding DSM Nutritional [REDACTED]

[REDACTED].

6. If the Debtors elect to comply with section 364(n)(4)(A)(ii), they must immediately provide to DSM Nutritional the [REDACTED] and [REDACTED] [REDACTED] (including any embodiment thereof) held by Amyris, Inc.

7. In the event that the Debtors elect to proceed under section 365(n)(4)(A)(i) and “perform such contract,” but do not comply fully with all of their obligations under the IP Licenses and Agreements — including those listed in paragraph 5 above — within 3 business days of entry of this Order, the Debtors shall immediately, and without the need for DSM-Firmenich to seek further order of this Court, comply with section 365(n)(4)(A)(ii).

8. The Debtors shall not impede or interfere with DSM-Firmenich’s rights under section 365(n) or any other section of the Bankruptcy Code or under any other applicable law.

9. Nothing in the Motion or in this Order is intended as or shall be construed or deemed to be a waiver or limitation of any claims, cause of action, or other rights of DSM-Firmenich against the Debtors or any other person or entity under the Bankruptcy Code or any other applicable law.

10. Nothing in the Motion or this Order limits, abridges, or modifies DSM-Firmenich’s rights under any license of intellectual property with the Debtors or agreements supplementary thereto — including any section 365(n)(4) rights — including under licenses and agreements not at issue in the Motion.

11. This Order shall be effective and enforceable immediately upon entry hereof.

12. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.